

FEB 17 '10

11-49 AM

SURFACE TRANSPORTATION BOARD



February 17, 2010

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Dear Chief:

Please find attached one (1) copy of the Partial Release dated January 28, 2010, and effective as of January 29, 2010, between the following parties:

Fifth Third Bank
38 Fountain Square Plaza
Cincinnati, OH 45263

The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

This filing is to appear in the index as follows: Partial Release effective January 29, 2010 related to one hundred twenty-one (121) railcars bearing reporting marks: MVRV 7299 - 79240, sporadic.

Please file this as a secondary document under Recordation Number 25436-D as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 25436 through 25436-C. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

Julie Woodard
Documentation Coordinator

Enclosures

FEB 17 '10

11-49 AM

SURFACE TRANSPORTATION BOARD

PARTIAL RELEASE

This Release is entered into as of January 28, 2010 between The David J. Joseph Company, a Delaware corporation ("Joseph") and Fifth Third Bank, a national banking corporation ("Fifth Third"), and effective as of January 29, 2010.

WHEREAS, Joseph and Fifth Third are parties to a Purchase and Sale Agreement dated as of January 4, 2005 (the "Agreement") pursuant to which (a) Fifth Third purchased the railroad cars identified on Exhibit A hereto (the "Railcars") and (b) Fifth Third granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars;

WHEREAS, Joseph and Fifth Third memorialized the Agreement of record by filing a Memorandum of Options, Rights of First Refusal and Remarketing Rights dated as of January 4, 2005 between Joseph and Fifth Third (the "Memorandum of Options, Rights of First Refusal and Remarketing Rights") with the Surface Transportation Board (the "STB"); and

WHEREAS, the Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 25436-B;

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

1. The Memorandum of Options, Rights of First Refusal and Remarketing Rights is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Options, Rights of First Refusal and Remarketing Rights.
2. The parties desire to execute this Release for purposes of memorializing of record the agreement set forth herein.
3. This Release may be executed in as many counterparts as shall be determined by the parties hereto when so executed, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

IN WITNESS WHEREOF, this Release has been duly executed by duly authorized officers of the parties as of the date and year first above written.

THE DAVID J. JOSEPH COMPANY

By: Kelly C. Belter

Title: Vice President, Brokerage - Finance

Date: January 28, 2010

FIFTH THIRD BANK

By: James M. Mung

Title: Vice President

Date: January 29, 2010

State of OHIO)
County of HAMILTON) ss

The foregoing instrument was acknowledged before me this 28th day of January, 2010 by Kelly C. Poellein, the Vice President, Brokerage - Finance of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.

Angela Denise Watts

Notary Public

My Commission Has No Expiration

ANGELA DENISE WATTS

Attorney at Law

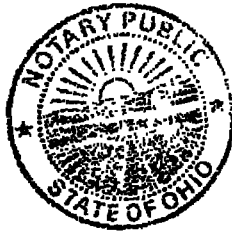
Notary Public, State of Ohio

My Commission Has No Expiration

Date Section 147.08 O.R.C.

State of OHIO)
County of HAMILTON) ss

The foregoing instrument was acknowledged before me this 28th day of January, 2010 by JAMES A. MEERZ, the VICE PRESIDENT of Fifth Third Bank, a national banking corporation, on behalf of the said corporation.



Elaine Ellis

Notary Public

My Commission Expires: 9-14-12

ELAINE ELLIS

Notary Public, State of Ohio

My Commission Expires Sept. 14, 2012

EXHIBIT A

RAILCARS: One hundred twenty-one (121) railcars bearing MVRV reporting marks and numbers as follows:

7299
79000-79001, inclusive
79004
79006-79007, inclusive
79011-79014, inclusive
79016
79019
79021-79022, inclusive
79024
79028
79031-79032, inclusive
79034
79037-79038, inclusive
79041-79042, inclusive
79047
79049
79051-79055, inclusive
79058
79062-79066, inclusive
79068-79069, inclusive
79072
79075-79076, inclusive
79080
79082
79085-79086, inclusive
79091
79093
79095
79097
79100-79101, inclusive
79107-79109, inclusive
79112
79115
79118-79120, inclusive
79122
79127
79130-79131, inclusive
79133
79136-79137, inclusive
79140-79141, inclusive
79143
79148
79153-79157, inclusive

79159
79161-79162, inclusive
79170-79174, inclusive
79176
79181
79186-79187, inclusive
79190
79192
79194-79196, inclusive
79199
79201
79203
79206
79208-79210, inclusive
79214-79215, inclusive
79217-79219, inclusive
79221-79222, inclusive
79224-79228, inclusive
79230-79238, inclusive
79240